

HELM

FINANCIAL CORPORATION

One Embarcadero Center • San Francisco, CA 94111

November 29, 1990

415/398-4510

Honorable Noreta R. McGee
Secretary
Interstate Commerce Commission
12th and Constitution Avenue, N.W.
Washington, DC 20423

0-338A 00704 1990-11-10 AM

INTERSTATE COMMERCE COMMISSION

Dear Ms. McGee:

On behalf of Great American Insurance Company, I submit for filing and recording under 49 U.S.C. Section 11303(a) and the regulations promulgated thereunder, two (2) executed counterparts of a document, entitled Partial Termination of Lease, executed as of November 29, 1990 which should be included as part of the filing recorded on November 9, 1984, Recordation No. 14469, as the next available recordation number.

The executing party to the enclosed Partial Termination of Lease is:

Great American Insurance Company
580 Walnut Street
Cincinnati, OH 45202

The Partial Termination of Lease terminates the lease of the boxcars listed in Annex A to the Partial Termination of Lease dated as of November 29, 1990 between the Lessor and The Baltimore and Ohio Railroad Company, as amended (the "Lease") filed under I.C.C. Recordation No. 14469.

A short summary of the document to appear in the ICC Index is as follows:

"Partial Termination of Lease."

Payment of the filing fee of fifteen dollars is included in the enclosed check of \$390. Once the filing has been made, please return to bearer the stamped counterparts of the Termination of Lease not needed for your files, together with fee receipt, the letter from the ICC acknowledging the filing, and the two extra copies of this transmittal letter.

Sincerely,

Susan C. Stott

Susan C. Stott
Director of Operations

Interstate Commerce Commission
Washington, D.C. 20423

12/4/90

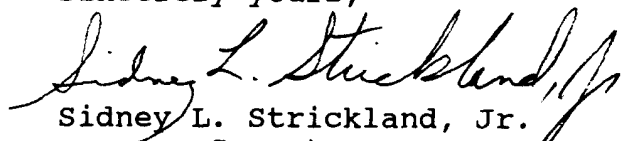
OFFICE OF THE SECRETARY

Susan C. Stott
Director Of Operation
Helm Financial Corporation
One Embarcadero Center
San Francisco, California 94111

Dear Sir:

The enclosed document(s) was recorded pursuant to the provisions of Section 11303 of the Interstate Commerce Act, 49 U.S.C. 11303, on 12/4/90 at 10:10am , and assigned recordation number(s) . 14469-B

Sincerely yours,


Sidney L. Strickland, Jr.
Secretary

14469-B
DEC 4 1990 10 10 AM

PARTIAL TERMINATION OF LEASE INTERSTATE COMMERCE COMMISSION

THIS PARTIAL TERMINATION OF LEASE dated as of November 29, 1990 by GREAT AMERICAN INSURANCE COMPANY, an Ohio corporation ("GAIC").

1. Recitals: GAIC entered into a Lease of Railroad Equipment dated as of July 24, 1984 (the "Lease") with Baltimore and Ohio Railroad Company with respect to certain boxcars described in Exhibit A attached hereto (the "Units"). The Lease and Amendment No. 1 are on file at the Interstate Commerce Commission ("ICC") under Recordation Number 14469 filed on November 9, 1984 at 3:15 p.m. and under Recordation Number 14469-A filed on March 18, 1985 at 1:20 p.m. respectively.

GAIC wishes to terminate the Lease relating to the Units. The purpose of this Partial Termination of Lease is to provide a formal termination document for filing with the ICC relating to the Units.

2. Termination: The Lease is hereby formally terminated as to the Units. This Partial Termination of Lease shall have no effect on the interest of GAIC with respect to the remaining boxcars covered by the Lease which shall remain in full force and effect with respect to such boxcars.

IN WITNESS WHEREOF, Great American Insurance Company, pursuant to due authority, has executed this Partial Termination of Lease as of the date first written above.

GREAT AMERICAN INSURANCE COMPANY

By:

Title:

Date:

STATE OF OHIO)

) SS:

COUNTY OF HAMILTON)

On this 29 day of November, 1990, before me personally appeared Thomas F. Mischen, to me personally known, who, being by me duly sworn, says that he is Assistant Treasurer of GREAT AMERICAN INSURANCE COMPANY, and that said instrument was signed and sealed on behalf of said corporation and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

Patricia A. Beal (Lyle)
Notary Public

My Commission Expires: _____

[Notarial Seal]

BFD-0325/1

EXHIBIT A

<u>Equipment Description</u>	<u>Quantity</u>	<u>Equipment Nos.</u>
sixteen (16) 70 ton	16	BO 401170
50'6" boxcars with		BO 401171
related accessories bearing		BO 401173
the following road numbers:		BO 401174
		BO 401175
		BO 401176
		BO 401177
		BO 401179
		BO 401180
		BO 401183
		BO 401184
		BO 401187
		BO 401190
		BO 401191
		BO 401196
		BO 401199